

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**AFFIDAVIT AND DISCLOSURE STATEMENT OF JOSHUA D. BURNS,
ON BEHALF OF CROWE & DUNLEVY, P.C.**

STATE OF OKLAHOMA)
) s.s.:
COUNTY OF OKLAHOMA)

Joshua D. Burns, being duly sworn, upon his oath, deposes and says as follows:

1. I am a Director of Crowe & Dunlevy, P.C., located at 324 N. Robinson, Oklahoma City, OK 73102 (the "Firm").

2. Purdue Pharma L.P. and certain of its affiliates that are debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), have requested that the Firm provide legal services to the Debtors, and the Firm has consented to provide such services (the "Services").

3. The Services include, but are not limited to, serving as counsel in connection with various opioid-related lawsuits filed against certain Debtors and pending in state and federal courts in Oklahoma.

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

4. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

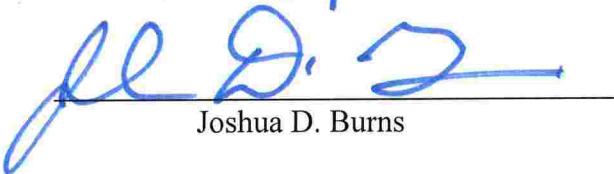
5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained. The Firm does represent AmerisourceBergen Drug Company ("Amerisource") in connection with certain lawsuits where certain of the Debtors are co-defendants. The Firm is not aware of any present adversity between Amerisource and the Debtors in those actions, but in an abundance of caution, the firm created an ethical screen pre-petition between the attorneys that perform this work for Amerisource and those that perform work for the Debtors. This ethical screen remains in place.

7. As of the commencement of this chapter 11 case, the Debtors owed the Firm \$2,516.55 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Affidavit and Disclosure Statement was executed on December 4, 2019, at 3:55 p.m..



Joshua D. Burns

SWORN TO AND SUBSCRIBED before
Me this 4th day of December, 2019



Suzanne Miles-Green
Notary Public



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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Purdue Pharma L.P. and its affiliates that are debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”).

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of professional:

Crowe & Dunlevy, P.C., 324 N. Robinson Avenue, Suite 100, Oklahoma City, OK 73102

2. Date of retention: August 4, 2017

3. Type of services to be provided:

Legal Services

4. Brief description of services to be provided:

Serve as counsel in connection with various opioid-related lawsuits filed against

certain Debtors and pending in state and federal courts in Oklahoma.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly

(a) Average hourly rate (if applicable):

\$247/hour

(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition):

The Firm's average monthly fees and expenses billed to Debtors for the six months prior to the petition date (invoices delivered from March 2019 to August 2019) was \$112,629.93. The Firm does not believe that these historical invoices are an accurate reflection of future legal spend. The Firm anticipates that future invoices will be approximately \$5,000/month or less.

6. Prepetition claims against the Debtors held by the company:

Amount of claim: \$2,516.55

Date claim arose: September 1, 2019 to September 15, 2019

Nature of claim: Pre-Petition Legal Fees & Expenses

7. Prepetition claims against the Debtors held individually by any member, associate, or employee of the company:

Name: N/A

Status: N/A

Amount of claim: N/A

Date claim arose: N/A

Nature of claim: N/A

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the professional is to be employed:

The Firm is not aware of any interest adverse to the Debtors or their estates for the matters on which the Firm is employed. The Firm does represent AmerisourceBergen Drug Corporation (“Amerisource”) in connection with certain lawsuits where certain of the Debtors are co-defendants. The Firm is not aware of any present adversity between Amerisource and the Debtors in those actions, but in an abundance of caution, the Firm created an ethical screen pre-petition between the attorneys that perform this work for Amerisource and those that perform work for the Debtors. This ethical screen remains in place.

9. Disclose whether the professional currently represents any of the Debtors' existing shareholders, including trusts, beneficiaries, companies, affiliates, family members and any similar related parties (together, the “Shareholder Parties”), and/or any entity owned or controlled by any Shareholder Party (in each case other than any Debtor), and whether any Shareholder Party or any entity owned or controlled by any Shareholder Party (other than any Debtor) accounted for more than 1% of the professionals' annual revenue for any of the last five years. If so, describe what ethical walls or other protections are in place with regard to the concurrent representations.

N/A

10. Name and title of individual completing this form:

Joshua D. Burns

Dated: December 4, 2019